

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is

HEREBY ORDERED THAT:

1. The Contract and Leases listed on Schedule 1 attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).
2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.
3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.
4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	Big Lots, Inc.	Blackhawk Network, Inc.	Gift Card Agreement	6220 Stoneridge Mall Road Pleasanton, CA 94588-3229 USA	2/28/2025
2	Big Lots, Inc.	Blackhawk Network, Inc.	Gift Card Agreement	6220 Stoneridge Mall Road Pleasanton, CA 94588-3229 USA	2/28/2025
3	Big Lots, Inc.	Blackhawk Network, Inc.	Mutual Nondisclosure Agreement	5918 Stoneridge Mall Road Pleasanton, CA 94588 USA	2/28/2025
4	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	20000 S Diamond Lake Rd Rogers, MN 55374 USA	2/28/2025
5	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	300 Millennium Drive Crystal Lake, IL 60012 USA	2/28/2025
6	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	300 Millennium Drive Crystal Lake, IL 60012 USA	2/28/2025
7	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	20000 S Diamond Lake Rd Rogers, MN 55374 USA	2/28/2025
8	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	20000 S Diamond Lake Rd Rogers, MN 55374 USA	2/28/2025
9	Big Lots, Inc.	Blackhawk Network, Inc.	Quote for Gift Card Production	20000 S Diamond Lake Rd Rogers, MN 55374 USA	2/28/2025
10	Big Lots Stores, LLC	Blackhawk Network, Inc.	Services Agreement	6220 Stoneridge Mall Road Pleasanton, CA 94588 USA	2/28/2025
11	Big Lots Stores, LLC	Blackhawk Network, Inc.	Services Agreements	20000 S Diamond Lake Rd Rogers, MN 55374 USA	2/28/2025
12	Big Lots, Inc.	BLACKHAWK, INC.	Protective Services Agreement	6419 Marlboro Pike District Heights, MD 20747 USA	2/28/2025
13	Big Lots, Inc.	BLACKHAWK, INC.	Protective Services Agreement	6419 Marlboro Pike District Heights, MD 20747 USA	2/28/2025
14	Big Lots Stores, LLC	Blue Rhino	Propane tank purchase and exchange	PO BOX 771891 CHICAGO, IL 60677-1891 USA	2/28/2025
15	Big Lots, Inc.	Blue Ridge Home Fashions	Services Agreement	15761 TAPIA ST IRWINDALE, CA 91706-4500 USA	2/28/2025
16	Big Lots eCommerce LLC	Blue Ridge Home Fashions	Supplier Direct Fulfillment Program Agreement	15761 TAPIA ST IRWINDALE, CA 91706-4500 USA	2/28/2025
17	Big Lots, Inc.	BONDED FILTER CO LLC, dba BFC Solutions	HVAC Scheduled Maintenance and Service Agreement	One Vantage Way, Suite D-210 Nashville, TN 37228 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
18	Big Lots, Inc.	BONDED FILTER CO LLC, dba BFC Solutions	Refrigeration Scheduled Maintenance Agreement	One Vantage Way, Suite D-210 Nashville, TN 37228 USA	2/28/2025
19	Big Lots Stores, LLC	Boren Brothers	Service Agreement	PO Box 369 Pickerington, OH 43147 USA	2/28/2025
20	Big Lots Stores, LLC	Bread Financial Holdings	Big Lots Credit Card provider and bank	3095 Loyalty Circle Columbus, OH 43219 USA	2/28/2025
21	Big Lots, Inc.	BrightView Enterprise Solutions	Services Agreement	6530 W Campus Oval New Albany, OH 43054 USA	2/28/2025
22	Big Lots, Inc.	BrightView Enterprise Solutions	Services Agreement	6530 W Campus Oval New Albany, OH 43054 USA	2/28/2025
23	Big Lots, Inc.	Brightview Enterprise Solutions	Statement of Work for Landscaping Services	50 Rausch Creek RD. Tremont, PA 17981 USA	2/28/2025
24	Big Lots, Inc.	BrightView Enterprise Solutions, LLC	Services Agreement	6530 W Campus Oval New Albany, OH 43054 USA	2/28/2025
25	Big Lots Stores, LLC	BrightView Enterprise Solutions, LLC	Termination Agreements	6530 W Campus Oval New Albany, OH 43054 USA	2/28/2025
26	Big Lots Stores, LLC	BrowserStack Inc	Order Form for BrowserStack Services	4512 Legacy Drive Plano, TX 75024 USA	2/28/2025
27	Big Lots Stores, LLC	BrowserStack Inc	Order Form for Software Subscription Services	4512 Legacy Drive Plano, TX 75024 USA	2/28/2025
28	Big Lots Stores, LLC	BrowserStack Inc	Order Form for Subscription Services	4512 Legacy Drive Plano, TX 75024 USA	2/28/2025
29	Big Lots, Inc.	BrowserStack, Inc.	Confidentiality Agreement	123 Main St. San Francisco, CA 94105 USA	2/28/2025
30	Big Lots Stores, LLC	BrowserStack, Inc.	Data Security Addendum	123 Main St. San Francisco, CA 94105 USA	2/28/2025
31	Big Lots, Inc.	BrowserStack, Inc.	Order Form for BrowserStack Services	4512 Legacy Drive, Suite #100 Plano, TX 75024 USA	2/28/2025
32	Big Lots Stores, LLC	BrowserStack, Inc.	Terms of Service Agreement	123 Main St. San Mateo, CA 94402 USA	2/28/2025
33	Big Lots, Inc.	Building Air Services	HVAC Scheduled Maintenance and Service Agreement	6785 114th Ave Largo, FL 33773 USA	2/28/2025
34	Big Lots, Inc.	Building Air Services	HVAC Scheduled Maintenance and Service Agreement	13584 49th Street North Suite #10 Clearwater, FL 33762 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
35	Big Lots, Inc.	Building Air Services, Inc.	HVAC Scheduled Maintenance and Service Agreement	6785 114th Avenue Largo, FL 33773 USA	2/28/2025
36	Big Lots, Inc.	Building Air Services, Inc.	HVAC Scheduled Maintenance and Service Agreement	6785 114th Ave. Largo, FL 33773 USA	2/28/2025
37	Big Lots, Inc.	Building Air Services, Inc.	Refrigeration Scheduled Maintenance Agreement	6785 114th Ave. Largo, FL 33773 USA	2/28/2025
38	Big Lots Stores, LLC	Bungii, LLC	Merchant Services Agreement	11011 King Street, Suite 280 Overland Park, KS 66210 USA	2/28/2025
39	Big Lots, Inc.	BURRTEC WASTE INDUSTRIES INC	Services Agreement	PO BOX 516512 LOS ANGELES, CA 90051-7801 USA	2/28/2025
40	Big Lots, Inc.	C.H. Robinson Worldwide, Inc.	Agreement for Transportation Brokerage	8100 Mitchell Road Eden Prairie, MN 55344 USA	2/28/2025
41	Big Lots Stores, LLC	C.H. Robinson Worldwide, Inc.	Agreement for Transportation Brokerage	14701 Charlson Road Eden Prairie, MN 55347 USA	2/28/2025
42	Big Lots Stores, LLC	C.H. Robinson Worldwide, Inc.	Transportation Brokerage Agreement	14701 Charlson Road Eden Prairie, MN 55347 USA	2/28/2025
43	Big Lots Stores, LLC	C.H. Robinson Worldwide, Inc.	Transportation Brokerage Agreement	14701 Charlson Road Eden Prairie, MN 55347 USA	2/28/2025
44	Big Lots, Inc.	Calabrio	Services Agreement	241 North 5th Avenue Minneapolis, MN 55401 USA	2/28/2025
45	Big Lots, Inc.	CAP Index, Inc.	Retail Member Agreement for National Shrink Database	150 John Robert Thomas Drive Exton, PA 19341 USA	2/28/2025
46	Big Lots, Inc.	Capstone Mechanical LLC	HVAC Scheduled Maintenance and Service Agreement	330 Constitution Ave. Portsmouth, NH 03801 USA	2/28/2025
47	Big Lots, Inc.	CAPSTONE MECHANICAL LLC	Service Agreement	755 Banfield Rd, unit 102 Portsmouth, NH 3801 USA	2/28/2025
48	Big Lots, Inc.	Capstone Mechanical, LLC	HVAC Scheduled Maintenance and Service Agreement	300 Constitution Ave., Ste. 203A Portsmouth, NH 03801 USA	2/28/2025
49	Big Lots, Inc.	Capstone Mechanical, LLC	HVAC Scheduled Maintenance and Service Agreement	330 Constitution Avenue, Ste. 203A Portsmouth, NH 03801 USA	2/28/2025
50	Big Lots, Inc.	Capstone Mechanical, LLC	HVAC Scheduled Maintenance and Service Agreement	300 Constitution Ave., Ste. 203A Portsmouth, NH 03801 USA	2/28/2025
51	Big Lots, Inc.	Cardlytics, Inc.	Confidentiality Agreement	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
52	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
53	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
54	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
55	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
56	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
57	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
58	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
59	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
60	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
61	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
62	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
63	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
64	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Suite 6000 Atlanta, GA 30308 USA	2/28/2025
65	Big Lots, Inc.	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Suite 6000 Atlanta, GA 30308 USA	2/28/2025
66	Big Lots Stores, LLC	Cardlytics, Inc.	Insertion Order	675 Ponce de Leon Ave. Atlanta, GA 30308 USA	2/28/2025
67	Big Lots, Inc.	Carolina Handling, LLC	Comprehensive Fleet Service Agreement (CFS)	165 Greenwood Industrial Pkwy McDonough, GA 30253 USA	2/28/2025
68	Big Lots, Inc.	Carolina Handling, LLC	Comprehensive Fleet Service Agreement (CFS)	165 Greenwood Industrial Pkwy McDonough, GA 30253 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
69	Big Lots, Inc.	Carolina Handling, LLC	Comprehensive Fleet Service Agreement (CFS)	4835 Sirona Dr, Suite 100 Charlotte, NC 28273 USA	2/28/2025
70	Big Lots, Inc.	Carrier Corporation	Amendment to Purchasing Agreement	13995 Pasteur Blvd. Palm Beach Gardens, FL 33418 USA	2/28/2025
71	Big Lots, Inc.	Carrier Corporation	Amendment to Purchasing Agreement	13995 Pasteur Blvd. Palm Beach Gardens, FL 33418 USA	2/28/2025
72	Big Lots, Inc.	Carrier Corporation	Purchase Agreement	13995 Pasteur Blvd. Palm Beach Gardens, Florida 33418 USA	2/28/2025
73	Big Lots, Inc.	CashStar Inc.	Master Services Agreement	25 Pearl Street Portland, ME 04101 USA	2/28/2025
74	Big Lots Stores, LLC	CashStar Inc.	Online GC platform for Biglots.com and for partner GC purchases for Allstate warranties	25 Pearl Street Portland, ME 04101 USA	2/28/2025
75	Big Lots, Inc.	CashStar Inc.	Statement of Work	25 Pearl Street Portland, ME 04101 USA	2/28/2025
76	Big Lots, Inc.	CashStar Inc.	Statement of Work	25 Pearl Street Portland, ME 04101 USA	2/28/2025
77	Big Lots, Inc.	CED VICTORVILLE	Services Agreement	PO BOX 847106 LOS ANGELES, CA 90084-7106 USA	2/28/2025
78	Big Lots, Inc.	CENTRAL FIRE	Services Agreement	11279 MEDOWLARK LANE BLOOMINGTON, CA 92316-3265 USA	2/28/2025
79	Big Lots, Inc.	CH Robinson	Services Agreement	14701 Charlson Road Eden Prairie, MN 55347-5076 USA	2/28/2025
80	Big Lots, Inc.	ChargePoint	Electric Vehicle Charging Stations	240 East Hacienda Avenue Campbell, CA 95008 USA	2/28/2025
81	Big Lots Stores, LLC	Cision US Inc.	Amendment to Order Form	1 Prudential Plaza, 7th Floor 130 E Randolph Street Chicago, IL 60601 USA	2/28/2025
82	Big Lots, Inc.	Cision US Inc.	Assignment of Contract	12051 Indian Creek Court Beltsville, MD 20705 USA	2/28/2025
83	Big Lots Stores, LLC	Cision US Inc.	News media monitoring and newswire access	1 Prudential Plaza, 7th Floor 130 E Randolph Street Chicago, IL 60601 USA	2/28/2025
84	Big Lots Stores, LLC	Cision US Inc.	Newswire Service for Press Release Distribution	1 Prudential Plaza, 7th Floor 130 E Randolph Street Chicago, IL 60601 USA	2/28/2025
85	Big Lots, Inc.	Cision US Inc.	Order for Services	1 Prudential Plaza, 7th Floor 130 E Randolph Street Chicago, IL 60601 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
86	Big Lots Stores, LLC	Cision US Inc.	Order for Software and Insights Subscription Services	300 S Riverside Plaza Chicago, IL 60606 USA	2/28/2025
87	Big Lots, Inc.	Clifford	Services Agreement		2/28/2025
88	Big Lots, Inc.	CMA CGM	Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
89	Big Lots, Inc.	CMA CGM	Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
90	Big Lots, Inc.	CMA CGM	Subrogation / Release Receipt	5701 Lake Wright Drive Norfolk, VA 23502-1868 USA	2/28/2025
91	Big Lots, Inc.	CMA CGM (America) LLC	Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
92	Big Lots, Inc.	CMA CGM (America) LLC	Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
93	Big Lots, Inc.	CMA CGM (America) LLC	Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
94	Big Lots, Inc.	CMA CGM S.A.	Amended Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
95	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
96	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
97	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
98	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
99	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025
100	Big Lots, Inc.	CMA CGM S.A.	Amendment to Ocean Carrier Service Contract	5701 Lake Wright Drive Norfolk, VA 23502 USA	2/28/2025